

06-30-2003

U.S. Department of Commerce
Patent and Trademark Office

102485577

To the Honorable Commissioner of Patents and Trademarks: Please record the assignment of this trademark.

<p>1. Name of conveying party(ies) American Promotional Events, Inc.</p> <p style="text-align: right; font-size: 1.5em; margin-right: 50px;">6.25.03</p> <p> <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - State Delaware <input type="checkbox"/> Other _____ </p> <p>Additional name(s) of conveying Party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </p> <p>3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ </p> <p>Execution Date: May 16, 2003</p>	<p>2. Name and address of receiving party(ies): Name: Wells Fargo Bank, National Association, as agent Internal Address: _____ Street Address: 1000 Lakes Drive, Suite 250 City: West Covina State: CA Zip: 91790 </p> <p> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership: _____ <input type="checkbox"/> Limited Partnership: _____ <input type="checkbox"/> Corporation - State: _____ <input checked="" type="checkbox"/> Other federally chartered national bank </p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional Name(s) & address(es) attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </p>
<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s): see attached B. Trademark Registration No.(s): see attached Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </p>	
<p>5. Name and address of party to whom correspondence concerning documents should be mailed: Name: Mandy Robertson-Bora Internal Address: Gibson, Dunn & Crutcher LLP Suite 4000 Street Address: 2029 Century Park East City: Los Angeles State: CA Zip: 90067 </p>	<p>6. Total number of applications and registrations involved: 9</p> <p>7. Total fee (37 CFR 3.41): \$ 240.00 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account </p> <p>8. Deposit account number: _____ (Attach duplicate copy of this page if paying by deposit account) </p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</p> <p style="text-align: center;"> Mandy Robertson-Bora <i>Mandy Robertson-Bora</i> June 25, 2003 Name of Person Signing Signature Date </p> <p style="text-align: right;">Total number of pages including cover sheet, attachments and document: 6</p>	
<p>OMB No. 0651-0011</p> <p style="text-align: center;">Do not detach this portion</p> <p>Mail documents to be recorded with required cover sheet information to: U.S. Patent and Trademark Office, Assignment Division Box Assignments Washington, D.C. 20231 </p> <p>Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing this document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.</p>	

 FINANCE SECTION
 JUN 25 AM 8:37

06/27/2003 EC00PER 00000235 2003584

01 FC:8521
02 FC:852240.00 00
200.00 00
TRADEMARK
REEL: 002767 FRAME: 0483

4. Trademark Application Serial Numbers / Registration Numbers

Serial No.	Registration No.	Mark
74/598611	2,003,584	COLOR BLAST
74/598608	2,124,101	CRACKLING COBRA
74/598612	2,041,074	MAD MAX
74/598613	2,089,557	NEPTUNE
74/598607	2,025,920	PITBULL
78/037963	2,510,660	TITANIUM SALUTE
78/106264		FIREWORKS USA
78/208759		MAD DEMON
78/106260		USA GLOBAL PROMOTIONS

**NOTICE OF SECURITY INTEREST IN PATENTS
AND TRADEMARKS**


NOTICE IS HEREBY GIVEN that AMERICAN PROMOTIONAL EVENTS, INC., an Alabama corporation (the "Grantor") with an office located at 4511 Helton Drive, Florence, Alabama 35630 and Wells Fargo Bank, National Association (the "Agent"), on behalf of certain lenders (collectively, the "Secured Parties"), have entered into a Security Agreement dated as of April 19, 2002 (the "Security Agreement").

Pursuant to the Security Agreement, the Grantor has conveyed, pledged, assigned and transferred to the Agent, for the equal and ratable benefit of the Secured Parties, and has granted to the Agent, for the equal and ratable benefit of the Secured Parties, a security interest in, (a) the registered patents, applications for registration of patents, and licenses of registered patents listed in Schedule A hereto, and (b) the registered trademarks and service marks, applications for registration of trademarks and service marks, and licenses of registered trademarks and service marks listed in Schedule B hereto, together with the goodwill of the business symbolized thereby, to secure the prompt payment, performance and observance of the Secured Obligations as defined in the Security Agreement.

The Commissioner of Patents and Trademarks is requested to record this notice in its records.

Dated: May 16, 2003

AMERICAN PROMOTIONAL EVENTS, INC.

By: 
Name: JOHN N. PALMER
Title: CFO TREASURER

SCHEDULE A
AMERICAN PROMOTIONAL EVENTS, INC.

PATENTS

SERIALNO	PATENTNO	TITLE	COUNTRY	STATUS
08/843,514	5,864,084	(Yu) GLOW IN THE DARK FUSE AND METHOD FOR MAKING SAME	UNITED STATES	ISSUED
29 074,731	D400,634	(Byers) TRUCK CONFIGURED FIREWORKS	UNITED STATES	ISSUED
09/669,761	6,457,415	(Yu) FIREWORKS STAND	UNITED STATES	ISSUED
10/063,464		FIREWORKS FUSE CONNECTOR	UNITED STATES	PENDING
N/A		PARTY POPPER	UNITED STATES	PENDING
PCT/US02/20493		FIREWORKS FUSE CONNECTOR	WIPO	PENDING

SCHEDULE B

U.S. TRADEMARK REGISTRATIONS

TRADEMARK	REG. NO.
COLOR BLAST	2003584
CRACKLING COBRA	2124101
MAD MAX	2041074
NEPTUNE	2089557
PITBULL	2025920
TITANIUM SALUTE	2510660

U.S. TRADEMARK APPLICATIONS

TRADEMARK	APP. NO.
FIREWORKS USA	78/106264
MAD DEMON	78/208759
USA GLOBAL PROMOTIONS	78/106260